



ND-2020-50-E

December 14, 2020

Jessica L. Bayles
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VIA EFILING

The Honorable Kimberly D. Bose, Secretary
Federal Energy Regulatory Commission
888 First Street, NE
Washington, DC 20426

Re: PGR Lessee O, LLC
Docket No. EG21-__-000

Dear Secretary Bose:

Pursuant to Section 366.7 of the Federal Energy Regulatory Commission's (the "Commission") regulations, 18 C.F.R. § 366.7, please find enclosed a notice of self-certification of exempt wholesale generator ("EWG") status submitted for filing by PGR Lessee O, LLC. This filing has been mailed on this date to the South Carolina Public Service Commission.

Please contact the undersigned if you have any questions regarding this notice.

Sincerely,

/s/ Jessica L. Bayles

Jessica L. Bayles
Counsel for PGR Lessee O, LLC

cc: South Carolina Public Service Commission

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**UNITED STATES OF AMERICA
FEDERAL ENERGY REGULATORY COMMISSION**

PGR Lessee O, LLC

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Docket No. EG21-__-000

**NOTICE OF SELF-CERTIFICATION OF
EXEMPT WHOLESALE GENERATOR STATUS**

Pursuant to the Public Utility Holding Company Act of 2005 (“PUHCA 2005”)¹ and Section 366.7 of the regulations of the Federal Energy Regulatory Commission (the “Commission”), 18 C.F.R. § 366.7, PGR Lessee O, LLC (“Company”) hereby submits this Notice of Self-Certification as an Exempt Wholesale Generator (“EWG”) (“Notice”), as defined in Section 366.1 of the Commission’s regulations, 18 C.F.R. § 366.1.

I. COMMUNICATIONS

Communications with regard to this Notice should be addressed to:

Stephanie Murr
Pine Gate Renewables, LLC
130 Roberts Street
Asheville, NC 28801
Telephone: (704) 641-9019
Email: smurr@pgrenewables.com

Jessica L. Bayles
Stoel Rives LLP
1150 18th Street NW, Suite 325
Washington, DC 20036
Telephone: (202) 398-1760
Email: jessica.bayles@stoel.com

II. DESCRIPTION OF COMPANY

The Company will operate a 75 MWac solar photovoltaic (“solar PV”) powered electricity generating facility under development in Chesterfield, Chesterfield County, South Carolina (the “Facility”). The Facility will interconnect with the Santee Cooper Power system. The Facility is owned by Centerfield Cooper Solar, LLC (“Centerfield”) (an affiliate of the Company), and will be leased to the Company pursuant to a Master Lease agreement. The Facility has an executed power purchase agreement with South Carolina Public Service

¹ Pub. L. No. 109-58, 119 Stat. 594, § 1266 (Aug. 8, 2005).

Authority (“SCPSA”) under which Centerfield will sell all of the Facility’s output to SCPSA. Centerfield will sell all of the output of the Facility exclusively at wholesale.

The Facility is expected to begin generating test energy in December 2020. The Facility will be comprised of solar PV panels and associated facilities and equipment necessary for the generation of power at wholesale. The Facility will also include electric interconnection facilities necessary to effectuate the Company’s wholesale power sales from the Facility.

III. REPRESENTATIONS REGARDING EWG STATUS

The Commission’s regulations require that an EWG be engaged directly, or indirectly through one or more affiliates, and exclusively in the business of owning and/or operating one or more eligible facilities and selling electric energy at wholesale.² Consistent with the Commission’s regulations, the Company makes the following representations to certify that it satisfies the requirements for EWG status:

A. The Company is engaged directly, or indirectly through one of more affiliates as defined in section 366.1 of the Commission’s regulations, and exclusively in the business of owning or operating, or both owning and operating, all or part of one or more “eligible facilities” and selling electric energy at wholesale.³

² See 18 C.F.R. §§ 366.7 and 366.1 (2014). Section 366.1 incorporates Sections 32(a)(2) through (4), and Sections 32(b) through (d) of the Public Utility Holding Company Act of 1935, 15 U.S.C. §§ 79z-5a(a)(2)-(4), 79z-5b(b)-(d) (“PUHCA 1935”), for purposes of establishing or determining whether an entity qualifies for EWG status.

³ The Company may engage in activities incidental to the sale of electric energy, consistent with Commission precedent. The Commission’s precedent provides that an EWG applicant may engage in certain activities associated with the development and acquisition of as-yet-unidentified eligible facilities and/or EWGs, including due diligence, project design review and development, preparation of bid proposals, application for permits and/or regulatory approvals, negotiation of agreements to sell electricity at wholesale, negotiation of contractual commitments with lenders and equity investors, negotiation of contractual commitments with governmental authorities and other project participants, and other such activities as may be required to achieve financial closing on an eligible facility and/or EWG. *Southern Elec. Wholesale Generators, Inc.*, 66 FERC ¶ 61,264 (1994); *Entergy Power Asia Ltd.*, 67 FERC ¶ 61,342 (1994).

B. The Facility is an “eligible facility” because (i) it is used for the generation of electric energy exclusively for sale at wholesale and (ii) it includes only those interconnecting transmission facilities that are necessary to effect a sale of electric energy at wholesale.

C. No rate or charge for, or in connection with, the construction of the Facility, or for electric energy produced by the Facility (other than any portion of a rate or charge which represents recovery of the cost of a wholesale rate or charge), was in effect under the laws of any state on October 24, 1992. Therefore, no determinations by a state commission are necessary for this self-certification to become effective.

D. No portion of the Facility is owned or operated by an electric utility company that is an affiliate or an associate company of the Company, as defined in section 366.1 of the Commission’s regulations other than an affiliate or associate company that is an EWG.

IV. STATE COMMISSION NOTIFICATION

As required by section 366.7(a) of the Commission’s regulations, the Company has on this day mailed a copy of this Notice of Self-Certification to the South Carolina Public Service Commission, which is the state regulatory authority of the state in which the Facility is located.

V. SUBSCRIPTION CERTIFICATION

Pursuant to Section 366.7 of the Commission’s regulations, attached to this filing as Attachment A is a signed subscription certification by a representative legally authorized to bind the Company, attesting to the facts and representations in this Notice, which demonstrate eligibility for EWG status.

VI. CONCLUSION

Based upon the facts, representations and statements set forth herein, the Company respectfully requests that the Commission accept this notice of self-certification of EWG status.

Respectfully submitted,

/s/ Jessica L. Bayles

Jessica L. Bayles

Counsel for PGR Lessee O, LLC

DATED: December 14, 2020

ATTACHMENT A

SUBSCRIPTION CERTIFICATION

**UNITED STATES OF AMERICA
BEFORE THE
FEDERAL ENERGY REGULATORY COMMISSION**

PGR Lessee O, LLC

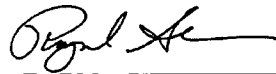
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Docket No. EG21-__-000

CERTIFICATION

I, the undersigned, and as an officer of Pine Gate Renewables, LLC, certify that I have read the foregoing Notice of Self-Certification of Exempt Wholesale Generator Status being filed by PGR Lessee O, LLC for a determination of exempt wholesale generator status and know the contents thereof; and the facts and representations set forth in the attached certification of exempt wholesale generator status are true and correct to the best of my knowledge, information and belief. I possess the full power and authority to sign this filing.

DATED: December 8, 2020



**Name: Ray Shem
Title: Chief Financial Officer**

ATTACHMENT B

CERTIFICATE OF SERVICE

CERTIFICATE OF SERVICE

I hereby certify that foregoing Notice of Self-Certification of Exempt Wholesale Generator Status of PGR Lessee O, LLC was served on the 14th of December 2020, upon the following:

South Carolina Public Service Commission
101 Executive Center Dr, Suite 100
Columbia, South Carolina 29210

/s/ Jessica L. Bayles
Jessica L. Bayles
Stoel Rives LLP
1150 18th Street NW, Suite 325
Washington, DC 20036

Counsel for PGR Lessee O, LLC